



THE UNITED STATES
CORPORATION
COMPANY

A98000002479

ACCOUNT NO. : 072100000032

REFERENCE : 013601 4344659

AUTHORIZATION :

Patricia Pujute

COST LIMIT : \$ ~~75.75~~

ORDER DATE : October 29, 1998

ORDER TIME : 2:15 PM

ORDER NO. : 013601-010

CUSTOMER NO: 4344659

CUSTOMER: Marcia H. Langley, Esq
GREENBERG TRAURIG HOFFMAN
GREENBERG TRAURIG HOFFMAN
Suite 300 East Tower
777 S. Flagler Drive
West Palm Beach, FL 33401

743.75

105
80
125
80
75
743.75

DEPT. OF STATE
DIVISION OF CORPORATIONS
98 OCT 29 PM 4:17

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DOMESTIC FILING

NAME: WHISPERING WATERS 102 & 103,
LTD.

EFFECTIVE DATE:

(3)

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

DEPT. OF STATE
DIVISION OF CORPORATIONS
98 OCT 29 PM 3:36

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
WHISPERING WATERS 102 & 103, LTD.**

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act (1986), and §620.108 of the Florida Statutes, the undersigned, being the sole General Partner of WHISPERING WATERS 102 & 103, LTD., hereby duly executes and files with the Florida Secretary of State this Certificate of Limited Partnership.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 28 PM 4:17

1. The name of the limited partnership is WHISPERING WATERS 102 & 103, LTD.
2. The business address and the mailing address of the limited partnership is 3195 N. Powerline Road, Suite 104, Pompano Beach, Florida 33069.
3. The name of the registered agent for service of process required by §620.105 of the Florida Statutes is:

Scott Brenner

4. The Florida street address for the registered agent is:

**3195 N. Powerline Road
Suite 104
Pompano Beach, Florida 33069**

5. **Acceptance of Appointment of Registered Agent:**

Having been named the statutory registered agent of WHISPERING WATERS 102 & 103, LTD., at the place designated in this Certificate of Limited Partnership of WHISPERING WATERS 102 & 103, LTD., I hereby accept such designation and confirm that I am familiar with and agree to accept the obligations imposed by §620.192 of the Florida Statutes and I agree to comply with the provisions of Florida law relative to keeping the registered office open.


SCOTT BRENNER,
Registered Agent

Dated: October 28, 1998.

6. The name and business address of the general partner is as follows:

WHISPERING WATERS GENPAR, INC.
3195 N. Powerline Road
Suite 104
Pompano Beach, FL 33069

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SECRETARY OF CORPORATIONS
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7. The latest date upon which the limited partnership is to dissolve is December, 2048.

IN WITNESS WHEREOF, the Sole General Partner has executed the foregoing Certificate of Limited Partnership on the 28 day of October, 1998 in accordance with §620.114 of the Florida Statutes.

WHISPERING WATERS GENPAR, INC.,
a Florida corporation, General Partner


SCOTT BRENNER, President

AFFIDAVIT

THE UNDERSIGNED, constituting the sole general partner of WHISPERING WATERS 102 & 103, LTD., a Florida Limited Partnership, hereby certifies as follows:

1. The amount of capital contributions to date of the limited partners is: \$-0-.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100,000.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

WHISPERING WATERS GENPAR, INC.,
a Florida corporation, General Partner


SCOTT BRENNER, President